

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF OREGON

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Saturno Design, LLC

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 93-1293750

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	506 SW Sixth Avenue, Suite 600 Portland, OR 97204 Number, Street, City, State & ZIP Code	P.O. Box 11 Canton, MA 02021 P.O. Box, Number, Street, City, State & ZIP Code
	Multnomah County	Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.SaturnoDesign.com

6. Type of debtor
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify:

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

7372

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☒ No ☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor Relationship
District _____ When _____ Case number, if known _____

11. Why is the case filed in this district? Check all that apply:
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____
- Where is the property?** _____
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
- ☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds Check one:
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input checked="" type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities
- | | | |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
|---|--|--|

Debtor

Saturno Design, LLC

Name

Case number (if known)

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

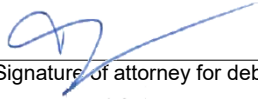
Executed on 07/03/2023
MM / DD / YYYY

X Rodolfo Bozas
Signature of authorized representative of debtor

Title Managing Partner

Rodolfo (Rudy) Bozas
Printed name

18. Signature of attorney

X 
Signature of attorney for debtor

Date 07/03/2023
MM / DD / YYYY

Tara J. Schleicher 954021
Printed name

Foster Garvey P.C.
Firm name

**121 SW Morrison St, Ste 1100
Portland, OR 97204**
Number, Street, City, State & ZIP Code

Contact phone 503-228-3939 Email address tara.schleicher@foster.com

954021 OR
Bar number and State

**United States Bankruptcy Court
District of Oregon**

In re **Saturno Design, LLC**

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	60,000.00
Prior to the filing of this statement I have received	\$	60,000.00
Balance Due	\$	0.00

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

*Foster Garvey PC has a retainer balance of \$11,390 in trust. It has a balance owing for pre-petition services rendered to Debtor of \$9,500.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

07/03/2023

Date


Tara J. Schleicher 954021

Signature of Attorney

Foster Garvey P.C.**121 SW Morrison St, Ste 1100****Portland, OR 97204****503-228-3939****tara.schleicher@foster.com**

Name of law firm

Fill in this information to identify the case:

Debtor name Saturno Design, LLC

United States Bankruptcy Court for the: DISTRICT OF OREGON

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 7/3/2023

x Rodolfo Bozas

Signature of individual signing on behalf of debtor

Rodolfo (Rudy) Bozas

Printed name

Managing Partner

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Saturno Design, LLC**
 United States Bankruptcy Court for the: **DISTRICT OF OREGON**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders
12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Bank of America, N.A. PO Box 660441 Dallas, TX 75266		Credit card debt				\$17,822.42
Greg Fredette and Allison Noah-Fredette c/o William A. Drew, Attorney 707 SW Washington Street, Suite 1500 Portland, OR 97205		Promissory Notes / Subject to counterclaims	Disputed Subject to Setoff			\$1,265,043.00
Internal Revenue Service PO Box 7346 Philadelphia, PA 19101		Precautionary				Unknown
NCC Group LLC 16101 Emerald Estate Dr. Suite 438 Weston, FL 33331		Professional Services				\$2,145.00
Oregon Attorney General Department of Justice 1162 Court St NE Salem, OR 97301		Precautionary				Unknown
Oregon Department of Revenue 955 Center St NE Salem, OR 97301		Precautionary				Unknown
Oregon Employment Department PO Box 4395 Portland, OR 97208		Taxes/related	Disputed			\$13,077.54

Debtor **Saturno Design, LLC**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
T Bank N.A. 16200 Dallas Pkwy Suite 190 Dallas, TX 75248		Bank loan	Unliquidated	\$1,078,428.16	\$603,205.00	\$475,223.16
U.S. Attorney 100 SW 3rd Ave #600 Portland, OR 97204		Precautionary				Unknown
U.S. Attorney General Department of Justice 10th & Constitution NW Washington, DC 20530		Precautionary				Unknown
U.S. Bank, N.A. PO Box 790408 Saint Louis, MO 63179		Credit card debt				\$14,084.04
U.S. Small Business Administration 10 Causeway St. Room 265 Boston, MA 02222		Business loan		\$161,918.00	\$0.00	\$161,918.00
U.S. Trustee, Portland 1220 SW 3rd Ave., Room 315 Portland, OR 97204		Precautionary				Unknown

Fill in this information to identify the case:Debtor name **Saturno Design, LLC**United States Bankruptcy Court for the: **DISTRICT OF OREGON**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals****12/15****Part 1: Summary of Assets****1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from *Schedule A/B*..... \$ **0.00****1b. Total personal property:**Copy line 91A from *Schedule A/B*..... \$ **151,448.62****1c. Total of all property:**Copy line 92 from *Schedule A/B*..... \$ **151,448.62****Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ **1,240,346.16****3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ **54,077.54****3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ **1,299,094.46****4. Total liabilities**
Lines 2 + 3a + 3b\$ **2,593,518.16**

Fill in this information to identify the case:Debtor name **Saturno Design, LLC**United States Bankruptcy Court for the: **DISTRICT OF OREGON**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor**Current value of debtor's interest****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. **Bank of America, N.A.****Checking Account****0351****\$23,509.63**3.2. **U.S. Bank, N.A.****Checking Account****7969****\$5,168.92****4. Other cash equivalents (Identify all)****5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$28,678.55**Part 2: Deposits and Prepayments****6. Does the debtor have any deposits or prepayments?**

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. **Menashe Properties - Deposit****\$2,300.00****8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Debtor Saturno Design, LLC
Name

Case number (If known) _____

Description, including name of holder of prepayment

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$2,300.00

Part 3: Accounts receivable

10. **Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: 82,428.00 - 0.00 = \$82,428.00
face amount doubtful or uncollectible accounts

11b. Over 90 days old: 11,684.00 - 0.00 = \$11,684.00
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$94,112.00

Part 4: Investments

13. **Does the debtor own any investments?**

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
☐ Yes Fill in the information below.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

General description

**Net book value of
debtor's interest**
(Where available)

**Valuation method used
for current value**

**Current value of
debtor's interest**

39. **Office furniture**
Office furniture. Depreciation schedule
available. \$0.00 \$2,600.00

Debtor Saturno Design, LLC
Name

Case number (If known) _____

40. **Office fixtures**

41. **Office equipment, including all computer equipment and communication systems equipment and software Miscellaneous office equipment. Depreciation schedule available.**

\$0.00

\$4,400.00

42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$7,000.00

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

☐ No

☒ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

☒ No

☐ Yes

Part 8: Machinery, equipment, and vehicles

46. **Does the debtor own or lease any machinery, equipment, or vehicles?**

☒ No. Go to Part 9.

☐ Yes Fill in the information below.

Part 9: Real property

54. **Does the debtor own or lease any real property?**

☐ No. Go to Part 10.

☒ Yes Fill in the information below.

55. **Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

Description and location of property

Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available).

Nature and extent of debtor's interest in property

Net book value of debtor's interest (Where available)

Valuation method used for current value

Current value of debtor's interest

55.1. **Lease - 506 SW Sixth Avenue, Suite 600, Portland, Oregon 97204**

Leasehold

Unknown

N/A

Unknown

56. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$0.00

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

☒ No

☐ Yes

Debtor Saturno Design, LLC
Name

Case number (If known) _____

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

☒ No

☐ Yes

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

☐ No. Go to Part 11.

☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60.	Patents, copyrights, trademarks, and trade secrets Business name and trade secrets	Unknown	N/A	Unknown
61.	Internet domain names and websites www.SaturnoDesign.com	Unknown	N/A	Unknown
62.	Licenses, franchises, and royalties			
63.	Customer lists, mailing lists, or other compilations			
64.	Other intangibles, or intellectual property Timekeeper, Customer Invoice Platform, and Document Repository	Unknown	N/A	Unknown

65. Goodwill

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107?

☒ No

☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

☒ No

☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

☒ No

☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.

☒ Yes Fill in the information below.

Current value of
debtor's interest

71. Notes receivable

Debtor **Saturno Design, LLC**
Name

Case number (If known) _____

Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**
Description (for example, federal, state, local)

Employee Retention Credits

Tax year **2021**

\$19,358.07

73. **Interests in insurance policies or annuities**

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**
Potential counterclaims against Plaintiff parties in state court lawsuit 23CV12662 in Multnomah County Circuit Court

Unknown

Nature of claim	Counterclaim in 23CV12662
Amount requested	\$0.00

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

76. **Trusts, equitable or future interests in property**

77. **Other property of any kind not already listed** *Examples: Season tickets, country club membership*

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$19,358.07

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

☒ No

☐ Yes

Debtor Saturno Design, LLC
Name

Case number (If known) _____

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$28,678.55</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$2,300.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$94,112.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$7,000.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$19,358.07</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$151,448.62</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$151,448.62</u>

Fill in this information to identify the case:

Debtor name **Saturno Design, LLC**

United States Bankruptcy Court for the: **DISTRICT OF OREGON**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim	
2.1	T Bank N.A. <small>Creditor's Name</small> 16200 Dallas Pkwy Suite 190 Dallas, TX 75248 <small>Creditor's mailing address</small> <small>Creditor's email address, if known</small> Date debt was incurred 08/31/2016 Last 4 digits of account number 0500 Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	Describe debtor's property that is subject to a lien Bank loan Describe the lien Substantially all assets Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$1,078,428.16	\$603,205.00

2.2	U.S. Small Business Administration <small>Creditor's Name</small> 10 Causeway St. Room 265 Boston, MA 02222 <small>Creditor's mailing address</small> <small>Creditor's email address, if known</small> Date debt was incurred 2021 Last 4 digits of account number 8101 Do multiple creditors have an interest in the same property?	Describe debtor's property that is subject to a lien Business loan Describe the lien Substantially all assets Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply	\$161,918.00	\$0.00
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Debtor **Saturno Design, LLC**

Case number (if known)

Name

- ☒ No
- ☐ Contingent
- ☐ Yes. Specify each creditor,
including this creditor and its relative
priority.
- ☐ Unliquidated
- ☐ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$1,240,346.16

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity

Fill in this information to identify the case:Debtor name **Saturno Design, LLC**United States Bankruptcy Court for the: **DISTRICT OF OREGON**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims****12/15**

Be as complete and accurate as possible. Use Part 1 for creditors with **PRIORITY** unsecured claims and Part 2 for creditors with **NONPRIORITY** unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims**1. Do any creditors have priority unsecured claims?** (See 11 U.S.C. § 507).☐ No. Go to Part 2.☒ Yes. Go to line 2.**2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part.** If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

			Total claim	Priority amount
2.1	Priority creditor's name and mailing address Cristina Bozas 20 Trayer Rd Canton, MA 02021	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$16,000.00	\$15,150.00
	Date or dates debt was incurred 02/01/2023	Basis for the claim: Wages		
	Last 4 digits of account number	Is the claim subject to offset?		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4)	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.2	Priority creditor's name and mailing address Internal Revenue Service PO Box 7346 Philadelphia, PA 19101	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	Unknown
	Date or dates debt was incurred	Basis for the claim: Precautionary		
	Last 4 digits of account number	Is the claim subject to offset?		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

	Debtor Saturno Design, LLC Name	Case number (if known)		
2.3	Priority creditor's name and mailing address Jose Gonzalez 3533 Summerfield Dr Sherman Oaks, CA 91423	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$10,000.00	\$10,000.00
	Date or dates debt was incurred 02/01/2023	Basis for the claim: Wages		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.4	Priority creditor's name and mailing address Oregon Attorney General Department of Justice 1162 Court St NE Salem, OR 97301	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	Unknown
	Date or dates debt was incurred	Basis for the claim: Precautionary		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.5	Priority creditor's name and mailing address Oregon Department of Revenue 955 Center St NE Salem, OR 97301	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	Unknown
	Date or dates debt was incurred	Basis for the claim: Precautionary		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.6	Priority creditor's name and mailing address Oregon Employment Department PO Box 4395 Portland, OR 97208	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	\$13,077.54	\$13,077.54
	Date or dates debt was incurred 2021, 2022, 2023	Basis for the claim: Taxes/related		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor	Saturno Design, LLC Name		Case number (if known)
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2.7	Priority creditor's name and mailing address U.S. Attorney 100 SW 3rd Ave #600 Portland, OR 97204	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	Unknown
	Date or dates debt was incurred	Basis for the claim: Precautionary		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

2.8	Priority creditor's name and mailing address U.S. Attorney General Department of Justice 10th & Constitution NW Washington, DC 20530	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	Unknown
	Date or dates debt was incurred	Basis for the claim: Precautionary		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

2.9	Priority creditor's name and mailing address U.S. Trustee, Portland 1220 SW 3rd Ave., Room 315 Portland, OR 97204	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	Unknown
	Date or dates debt was incurred	Basis for the claim: Precautionary		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

			Amount of claim
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3.1	Nonpriority creditor's name and mailing address Bank of America, N.A. PO Box 660441 Dallas, TX 75266	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$17,822.42
	Date(s) debt was incurred <u>2021</u>	Basis for the claim: Credit card debt	
	Last 4 digits of account number <u>7584</u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

3.2	Nonpriority creditor's name and mailing address Greg Fredette and Allison Noah-Fredette c/o William A. Drew, Attorney 707 SW Washington Street, Suite 1500 Portland, OR 97205	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	\$1,265,043.00
	Date(s) debt was incurred <u>09/09/2016</u>	Basis for the claim: Promissory Notes / Subject to counterclaims	
	Last 4 digits of account number <u> </u>	Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes	

3.3	Nonpriority creditor's name and mailing address NCC Group LLC 16101 Emerald Estate Dr. Suite 438 Weston, FL 33331 Date(s) debt was incurred <u>03/01/2023</u> Last 4 digits of account number <u>7230</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Professional services</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$2,145.00</u>
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3.4	Nonpriority creditor's name and mailing address U.S. Bank, N.A. PO Box 790408 Saint Louis, MO 63179 Date(s) debt was incurred <u>2016</u> Last 4 digits of account number <u>5068</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Credit card debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$14,084.04</u>
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Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
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Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1		
5b. Total claims from Part 2		
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.		

Total of claim amounts	
5a.	\$ 39,077.54
5b. +	\$ 1,299,094.46
5c.	\$ 1,338,172.00

Fill in this information to identify the case:

Debtor name **Saturno Design, LLC**

United States Bankruptcy Court for the: **DISTRICT OF OREGON**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B). *Property*

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest **506 Wilcox Building, LLC**

State the term remaining **Expires 12/31/2023**

List the contract number of any government contract _____

**Menashe Properties, Inc.
621 SW Alder, Suite 800
Portland, OR 97205**

2.2. State what the contract or lease is for and the nature of the debtor's interest **Software hosting**

State the term remaining **Recurring**

List the contract number of any government contract _____

**Microsoft Azure
One Microsoft Way
Redmond, WA 98052**

2.3. State what the contract or lease is for and the nature of the debtor's interest **Data hosting**

State the term remaining **Recurring**

List the contract number of any government contract _____

**Rackspace Technology
1 Fanatical Place City of Windcrest
San Antonio, TX 78218**

Fill in this information to identify the case:Debtor name **Saturno Design, LLC**United States Bankruptcy Court for the: **DISTRICT OF OREGON**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206H
Schedule H: Your Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

*Column 1: Codebtor**Column 2: Creditor***Name****Mailing Address****Name***Check all schedules that apply:***2.1 Cristina Bozas****20 Trayer Rd
Canton, MA 02021
Guarantor****T Bank N.A.**☒ D **2.1**
☐ E/F _____
☐ G _____**2.2 Cristina Bozas****20 Trayer Rd
Canton, MA 02021****U.S. Small Business
Administration**☒ D **2.2**
☐ E/F _____
☐ G _____**2.3 Cristina Bozas****20 Trayer Rd
Canton, MA 02021
Guarantor****Greg Fredette and
Allison
Noah-Fredette**☐ D _____
☒ E/F **3.2**
☐ G _____**2.4 Luigi Segreto****4805 Nash Dr
The Colony, TX 75056
Guarantor****T Bank N.A.**☒ D **2.1**
☐ E/F _____
☐ G _____**2.5 Luigi Segreto****4805 Nash Dr
The Colony, TX 75056
Guarantor****Greg Fredette and
Allison
Noah-Fredette**☐ D _____
☒ E/F **3.2**
☐ G _____

Debtor **Saturno Design, LLC**

Case number (if known) _____

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.6	Polvora Advertising	20 Trayer Rd Canton, MA 02021 Guarantor	T Bank N.A.	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.7	Polvora Advertising	20 Trayer Rd Canton, MA 02021 Guarantor	Greg Fredette and Allison Noah-Fredette	<input type="checkbox"/> D _____ <input checked="" type="checkbox"/> E/F <u>3.2</u> <input type="checkbox"/> G _____
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2.8	Rodolfo Bozas	20 Trayer Rd Canton, MA 02021 Guarantor	T Bank N.A.	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.9	Rodolfo Bozas	20 Trayer Rd Canton, MA 02021 Guarantor	Greg Fredette and Allison Noah-Fredette	<input type="checkbox"/> D _____ <input checked="" type="checkbox"/> E/F <u>3.2</u> <input type="checkbox"/> G _____
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Fill in this information to identify the case:Debtor name **Saturno Design, LLC**United States Bankruptcy Court for the: **DISTRICT OF OREGON**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy****04/22**

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None.**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year****From the beginning of the fiscal year to filing date:**From **1/01/2023** to **Filing Date****Sources of revenue**

Check all that apply

☒ Operating a business☐ Other _____**Gross revenue**

(before deductions and exclusions)

\$495,907.00**For prior year:**From **1/01/2022** to **12/31/2022**☒ Operating a business☐ Other _____**\$916,195.00****For year before that:**From **1/01/2021** to **12/31/2021**☒ Operating a business☐ Other _____**\$1,070,015.00****2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None.**Description of sources of revenue****Gross revenue from****each source**
(before deductions and exclusions)**For year before that:**From **1/01/2021** to **12/31/2021****PPP****\$189,358.00****Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.**Creditor's Name and Address****Dates****Total amount of value****Reasons for payment or transfer**

Check all that apply

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Microsoft Azure One Microsoft Way Redmond, WA 98052	3/6, 3/10, 3/31, 5/1, 5/31, 6/1, 6/30	\$21,556.66	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input checked="" type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.2. Menashe Properties, Inc. 621 SW Alder, Suite 800 Portland, OR 97205	2/17, 3/9, 4/18, 5/5, 6/1, 6/28	\$14,344.45	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.3. Cristina Bozas 20 Trayer Rd Canton, MA 02021	2/17, 3/16, 4/18, 4/26, 5/8, 5/30, 6/21, 6/28	\$39,076.40	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.4. Jose Gonzalez 3533 Summerfield Dr Sherman Oaks, CA 91423	2/17, 3/21, 4/26, 5/10, 6/1, 6/21, 6/29	\$31,937.38	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.5. Foster Garvey P.C. 121 SW Morrison St, Ste 1100 Portland, OR 97204	4/28/23 (35,000); 5/4/23 (15,000); and 6/21/23 (10,000)	\$60,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.6. Meza Capital / CAAPS Group 7250 Dallas Parkway, Ste 800 Plano, TX 75024	5/4	\$12,000.00	<input type="checkbox"/> Secured debt <input checked="" type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. Jose Gonzalez 3533 Summerfield Dr Sherman Oaks, CA 91423 Former Managing Partner	Bi Weekly	\$41,750.00	1099 for Services

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.2. Cristina Bozas 20 Trayer Rd Canton, MA 02021 Managing Partner	Bi Weekly	\$39,872.00	Payroll then moved to 1099

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Greg Fredette and Allison Noah-Fredette v. Saturno Design, LLC, et al. 23CV12662	Breach of Contract, Breach of Notes, Actions on Personal Guaranties	Multnomah County Circuit Court 1200 SW 1st Ave Portland, OR 97204	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. T Bank v. Saturno Design, LLC, et al. 23CV15479	Action on Note: Breach of Guarantee	Multnomah County Circuit Court 1200 SW 1st Ave Portland, OR 97204	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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	Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1.	Boston Children's Hospital 300 Longwood Avenue Boston, MA 02115	Monetary donation	12/13/2022	\$3,000.00
	Recipients relationship to debtor N/A			

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss <small>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</small>	Dates of loss	Value of property lost

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. Foster Garvey, P.C. 121 SW Morrison St, Ste 1100 Portland, OR 97204		4/28/23 (35,000); 5/4/23 (15,000); and 6/21/23 (10,000)	\$60,000.00
Email or website address www.foster.com			
Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
-------------------------	-----------------------------------	---------------------------	-----------------------

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.**Who received transfer?
Address****Description of property transferred or
payments received or debts paid in exchange****Date transfer
was made****Total amount or
value****Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply**Address****Dates of occupancy
From-To**14.1. **506 SW 6th Ave.
Floor 6
Portland, OR 97204****November 1, 2021 - Current**14.2. **421 SW 10 St
Portland, OR 97201****September 2016 to October 31,
2021****Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.☐ Yes. Fill in the information below.**Facility name and address****Nature of the business operation, including type of services
the debtor provides****If debtor provides meals
and housing, number of
patients in debtor's care****Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**☒ No.☐ Yes. State the nature of the information collected and retained.**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☐ No. Go to Part 10.☒ Yes. Does the debtor serve as plan administrator?☐ No Go to Part 10.☒ Yes. Fill in below:

Name of plan

Employee Fiduciary**Employer identification number of the plan**EIN: **EFC3059**

Has the plan been terminated?

☒ No☐ Yes**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold,

moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
--	---------------------------------	-------------------------------	--	---

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☐ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Does debtor still have it?
---	--	-----------------------------	----------------------------

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
---------------------------	-----------------------------------	-----------------------------	----------------------------

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☐ No.

☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	----------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☐ No.

☐ Yes. Provide details below.

Site name and address

Governmental unit name and
address

Environmental law, if known

Date of notice

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address

Governmental unit name and
address

Environmental law, if known

Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name address

Describe the nature of the business

Employer Identification number

Do not include Social Security number or ITIN.

Dates business existed

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Name and address

Date of service
From-To

26a.1. **Francisco Arguello**
201 Cross Street
Miami Springs, FL 33166

Accountant, 2016 to
Current

26a.2. **Candace Callaway**

Bookkeeper, 2017 to
2021

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

- ☐ None

Name and address

Date of service
From-To

26b.1. **Francisco Arguello**
201 Cross Street
Miami Springs, FL 33166

2016 - Current

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

- ☐ None

Name and address

If any books of account and records are
unavailable, explain why

26c.1. **Francisco Arguello**
201 Cross Street
Miami Springs, FL 33166

26c.2. **Rodolfo Bozas**
20 Trayer Rd
Canton, MA 02021

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None**Name and address**

26d.1. **Foster Garvey P.C.**
121 SW Morrison St, Ste 1100
Portland, OR 97204

26d.2. **Francisco Arguello**
201 Cross Street
Miami Springs, FL 33166

26d.3. **Moroch Holdings Inc.**
3625 N Hall St #1100
Dallas, TX 75219

26d.4. **T Bank N.A.**
16200 Dallas Pkwy
Suite 190
Dallas, TX 75248

26d.5. **Menashe Properties, Inc.**
621 SW Alder, Suite 800
Portland, OR 97205

26d.6. **Funding Circle**

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Rodolfo Bozas	20 Trayer Rd Canton, MA 02021	Managing Partner	N/A
Cristina Bozas	20 Trayer Rd Canton, MA 02021	Managing Partner	N/A
Luigi Segreto	4805 Nash Dr The Colony, TX 75056	Managing Partner	N/A
Eduardo Feo Seijas	540 Brickell Key Dr Apt 1619 Miami, FL 33131	Equity Holder	16.0%

Debtor **Saturno Design, LLC**

Case number (if known) _____

Name	Address	Position and nature of any interest	% of interest, if any
Polvora Advertising, Inc.	20 Trayer Rd Canton, MA 02021	Majority Shareholder	67.25%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No
☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Jose Gonzalez	3533 Summerfield Dr Sherman Oaks, CA 91423	Managing Partner	2018-2023

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 Cristina Bozas 20 Trayer Rd Canton, MA 02021	\$8,387.00	9/1/22, 10/25/22, 11/18/22	Loan reimbursements
Relationship to debtor Managing Partner			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☐ No
☒ Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
Lotus Design LLC	EIN: 32-0468866

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund	Employer Identification number of the pension fund
--------------------------	--

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 7/3/2023

Rodolfo Bozas

Signature of individual signing on behalf of the debtor

Rodolfo (Rudy) Bozas

Printed name

Position or relationship to debtor Managing Partner

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

**United States Bankruptcy Court
District of Oregon**

In re **Saturno Design, LLC**

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

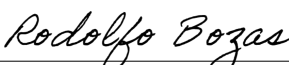
Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Eduardo Feo Seijas 540 Brickell Key Dr. Apt 1619 Miami, FL 33131	N/A	N/A	16.0% Membership Interest
Kevin Sample/Creekview Capital LLC 14241 Dallas Parkway Suite 650 Dallas, TX 75253	N/A	N/A	6.75% Membership Interest
Moroch Holdings, Inc. 3625 N Hall Street #1100 Dallas, TX 75248	N/A	N/A	10.0% Membership Interest (may have been reduced to 9.0% or so through exercise of put option)
Polvora Advertising, Inc. 20 Trayer Rd Canton, MA 02021	N/A	N/A	67.25% Membership Interest

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Managing Partner** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date 7/3/2023

Signature


Rodolfo (Rudy) Bozas

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court
District of Oregon**

In re **Saturno Design, LLC**

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Managing Partner of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: 7/3/2023

Rodolfo Bozas

Rodolfo (Rudy) Bozas/Managing Partner
Signer/Title

Azure
One Microsoft Way
Redmond, WA 98052

Bank of America, N.A.
PO Box 660441
Dallas, TX 75266

Cristina Bozas
20 Trayer Rd
Canton, MA 02021

Greg Fredette and Allison Noah-Fredette
c/o William A. Drew, Attorney
707 SW Washington Street, Suite 1500
Portland, OR 97205

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101

Jose Gonzalez
3533 Summerfield Dr
Sherman Oaks, CA 91423

Luigi Segreto
4805 Nash Dr
The Colony, TX 75056

Menashe Properties, Inc.
621 SW Alder, Suite 800
Portland, OR 97205

NCC Group LLC
16101 Emerald Estate Dr.
Suite 438
Weston, FL 33331

Oregon Attorney General
Department of Justice
1162 Court St NE
Salem, OR 97301

Oregon Department of Revenue
955 Center St NE
Salem, OR 97301

Oregon Employment Department
PO Box 4395
Portland, OR 97208

Polvora Advertising
20 Trayer Rd
Canton, MA 02021

Rackspace Technology
1 Fanatical Place City of Windcrest
San Antonio, TX 78218

Rodolfo Bozas
20 Trayer Rd
Canton, MA 02021

T Bank N.A.
16200 Dallas Pkwy
Suite 190
Dallas, TX 75248

U.S. Attorney
100 SW 3rd Ave #600
Portland, OR 97204

U.S. Attorney General
Department of Justice
10th & Constitution NW
Washington, DC 20530

U.S. Bank, N.A.
PO Box 790408
Saint Louis, MO 63179

U.S. Small Business Administration
10 Causeway St.
Room 265
Boston, MA 02222

U.S. Trustee, Portland
1220 SW 3rd Ave., Room 315
Portland, OR 97204

Saturno Design, LLC
Profit & Loss
January through June 2023

	<u>Jan - Jun 23</u>
Ordinary Income/Expense	
Income	
4000 - Income	
4010 - Service Income	334,385.00
4020 - Website Hosting Income	77,908.00
4030 - Software Income	83,613.55
	<hr/>
Total 4000 - Income	495,906.55
	<hr/>
Total Income	495,906.55
Cost of Goods Sold	
5000 - COGS - Labor Expense	
5001 - Developers	99,999.96
5002 - Project Management	50,000.04
5007 - 401k Safe Harbor Match	9,387.45
5013 - Employer Health/Dental Insurance	2,681.90
5000 - COGS - Labor Expense - Other	625.83
	<hr/>
Total 5000 - COGS - Labor Expense	162,695.18
5300 - Software	25,042.49
5316 - Contractor NEC	2,145.00
	<hr/>
Total COGS	189,882.67
	<hr/>
Gross Profit	306,023.88
Expense	
6000 - Payroll Expenses	
6010 - Payroll Taxes	13,107.39
6011 - Tri-Met Reimbursements	0.00
6012 - 401(k) Employer Match	20,074.88
6014 - Employer Dental Insurance	1,998.82
6015 - Employer Health Insurance	26,004.34
6019 - Payroll Fees	220.53
6000 - Payroll Expenses - Other	1,188.00
	<hr/>
Total 6000 - Payroll Expenses	62,593.96
6025 - Bank Service Charges	284.01
6050 - Dues and Subscriptions	472.00
6055 - Hosting	6,495.79
6060 - Insurance	
6065 - Workers Compensation	1,879.50
	<hr/>
Total 6060 - Insurance	1,879.50
6070 - Interest Expense	1,701.92
6100 - Office Supplies	1,124.14
6105 - Office Equipment	469.19
6115 - Office Rent	16,713.45
6155 - Recruitment Expenses	254.87
6165 - Professional Services	
6166 - Accounting	19,358.07
6167 - Legal	60,000.00

6:42 PM
06/29/23
Accrual Basis

Saturno Design, LLC
Profit & Loss
January through June 2023

	Jan - Jun 23
6165 - Professional Services - Other	<u>88,050.00</u>
Total 6165 - Professional Services	167,408.07
6170 - Software/Internet Expenses	12,313.36
6175 - Telephone	1,134.73
6200 - Taxes	
6215 - City/County	<u>1,358.29</u>
Total 6200 - Taxes	<u>1,358.29</u>
Total Expense	<u>274,203.28</u>
Net Ordinary Income	<u>31,820.60</u>
Net Income	<u>31,820.60</u>

Saturno Design, LLC
Balance Sheet
As of June 30, 2023

	<u>Jun 30, 23</u>
ASSETS	
Current Assets	
Checking/Savings	
1000 - US Bank Checking - 7969	5,268.92
1030 - Bank of America - 0351	27,793.70
Total Checking/Savings	33,062.62
Accounts Receivable	
1300 - Accounts Receivable	147,934.02
Total Accounts Receivable	147,934.02
Other Current Assets	
1150 - Undeposited Funds	1,199.00
2123 - Payroll Asset	(38,612.86)
Total Other Current Assets	(37,413.86)
Total Current Assets	143,582.78
Fixed Assets	
1500 - Acquisition Assets	
1505 - Computer Equipment	25,000.00
1510 - Furniture and Equipment	184,000.00
1515 - Leasehold Improvements	15,000.00
1520 - Other Acquisition Assets	84,000.00
1525 - Software	2,699,888.37
1530 - Telephone & Equipment	15,000.00
Total 1500 - Acquisition Assets	3,022,888.37
1600 - Other Assets	
1605 - Furniture and Office Equipment	4,749.00
Total 1600 - Other Assets	4,749.00
1700 - Accumulated Depreciation	
1705 - Accum Depr Computer Equipment	(37,320.00)
1710 - Accum Depr Furniture & Equip	(285,840.00)
1715 - Accum Depr Leasehold Improvemen	(12,504.00)
1730 - Accum Depr Telephone Equip	(18,020.00)
Total 1700 - Accumulated Depreciation	(353,684.00)
1800 - (Saturno/Lotus Purch)	
1360 - Accumulated Amortization	(1,400,870.00)
1805 - Goodwill (Saturno/Lotus Purch)	463,113.00
1810 - Closing Costs (Saturno/Lotus Pu	91,568.83
Total 1800 - (Saturno/Lotus Purch)	(846,188.17)
Total Fixed Assets	1,827,765.20

Saturno Design, LLC
Balance Sheet
As of June 30, 2023

	Jun 30, 23
Other Assets	
1815 - Due from Greg Fredette	248,871.69
1820 - Due from Lotus	306,170.31
1825 - Loan due from Polvora	22,526.17
Total Other Assets	577,568.17
TOTAL ASSETS	2,548,916.15
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
2000 - Accounts Payable	82,281.07
Total Accounts Payable	82,281.07
Credit Cards	
American Express Business 81001	3,550.00
1003 - US Credit Card - 5068	
1004 - US Credit Card - 5076 - Rudy	3,971.51
1005 - US Credit Card - 5084 - Office	6,269.39
1003 - US Credit Card - 5068 - Other	14,341.17
Total 1003 - US Credit Card - 5068	24,582.07
1900 - CC Bank of America Corp. - 7584	
1901 - CC BoA - Cris - 2210	7,062.53
1902 - CC BoA Rudy - 5056	27,753.81
1903 - CC BoA - Jose - 8420	9,710.92
1900 - CC Bank of America Corp. - 7584 - Other	(52,903.33)
Total 1900 - CC Bank of America Corp. - 7584	(8,376.07)
2020 - BofA Credity Card 5056	2,428.23
Total Credit Cards	22,184.23
Other Current Liabilities	
1830 - Debt to Meza Capital	12,000.00
2125 - Loan due to Polvora	10,453.25
2126 - Loan due to Rudy/Cris Bozas	37,441.35
2130 - Lotus T Bank Loan (Saturno)	45,797.62
2145 - A/R Due to Greg Fredette	372,540.32
2300 - Payroll Liabilities	
2310 - Social Security Tax	52,635.86
2315 - Medicare Tax	12,310.00
2320 - Federal Income Tax	46,884.00
2325 - State Income Tax	32,250.95
2326 - MA Taxes	5,033.29
2340 - 401(K) Retirement Plan	21,002.45
2350 - FUTA	198.61
2355 - SUI/Trf-met/WBF	11,311.48
2360 - Health Insurance	54,789.32

Saturno Design, LLC
Balance Sheet
As of June 30, 2023

	Jun 30, 23
2365 - Dental Insurance	3,335.92
2300 - Payroll Liabilities - Other	(635.42)
Total 2300 - Payroll Liabilities	239,116.46
2406 - Dept of Treasury Installment Lo	(3,360.00)
2408 - 2nd PPP SBA Loan	166,468.95
2409 - SBA Loan	144,883.00
Total Other Current Liabilities	1,025,340.95
Total Current Liabilities	1,129,806.25
Long Term Liabilities	
2401 - Greg Fredette (Subordinated #1)	128,640.03
2402 - Greg Fredette (Subordinated #2)	389,802.88
2403 - T Bank	1,049,249.89
Total Long Term Liabilities	1,567,692.80
Total Liabilities	2,697,499.05
Equity	
2410 - Addl Paid In Capital (Lotus)	500,000.00
2415 - Preacquisition Draws	(907,087.54)
2420 - Acquisition Draws	(101,435.61)
3000 - Opening Balance Equity	50,749.09
3020 - Shareholder Equity	5,000.00
3030 - Due To/From Shareholder	(19,051.97)
3050 - Retained Earnings	17,769.91
3150 - Additional Paid In Capital	273,652.62
Net Income	31,820.60
Total Equity	(148,582.90)
TOTAL LIABILITIES & EQUITY	2,548,916.15

**Federal
Tax Return**

LOTUS DIGITAL LLC

2021

Francisco J. Arguelles, CPA
201 Cross Street
Miami Springs, FL 33166
Phone: (305) 887-5016
Fax: (305) 884-2470
fjacpa@gmail.com

Form 1065 Department of the Treasury Internal Revenue Service		U.S. Return of Partnership Income For calendar year 2021, or tax year beginning _____, ending _____ ▶ Go to www.irs.gov/Form1065 for instructions and the latest information.		OMB No. 1545-0123 2021	
A Principal business activity WEB DEVELOPER		Type or Print	Name of partnership LOTUS DIGITAL LLC		D Employer identification number 32-0468866
B Principal product or service SOFTWARE			Number, street, and room or suite no. If a P.O. box, see instructions. 201 CROSS ST		E Date business started 11/14/2014
C Business code number 519100			City or town State ZIP code MIAMI SPRINGS FL 33166		F Total assets (see instructions) \$ 2,584,321
			Foreign country name Foreign province/state/county Foreign postal code		
G Check applicable boxes: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change (5) <input type="checkbox"/> Amended return					
H Check accounting method: (1) <input type="checkbox"/> Cash (2) <input checked="" type="checkbox"/> Accrual (3) <input type="checkbox"/> Other (specify) ▶ _____					
I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year. ▶ _____ 4					
J Check if Schedules C and M-3 are attached. ▶ <input type="checkbox"/>					
K Check if partnership: (1) <input type="checkbox"/> Aggregated activities for section 465 at-risk purposes (2) <input type="checkbox"/> Grouped activities for section 469 passive activity purposes					
Caution: Include only trade or business income and expenses on lines 1a through 22 below. See instructions for more information.					
Income	1a Gross receipts or sales	1a	1,074,481		
	b Returns and allowances	1b			
	c Balance. Subtract line 1b from line 1a	1c	1,074,481		
	2 Cost of goods sold (attach Form 1125-A)	2	9,668		
	3 Gross profit. Subtract line 2 from line 1c	3	1,064,813		
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)	4			
	5 Net farm profit (loss) (attach Schedule F (Form 1040))	5			
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)	6			
7 Other income (loss) (attach statement)	7				
8 Total income (loss). Combine lines 3 through 7	8	1,064,813			
Deductions (see instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)	9	694,343		
	10 Guaranteed payments to partners	10			
	11 Repairs and maintenance	11			
	12 Bad debts	12			
	13 Rent	13	25,584		
	14 Taxes and licenses	14	18,559		
	15 Interest (see instructions)	15	82,387		
	16a Depreciation (if required, attach Form 4562)	16a	15,014		
	b Less depreciation reported on Form 1125-A and elsewhere on return	16b			
	16c	15,014			
	17 Depletion (Do not deduct oil and gas depletion.)	17			
	18 Retirement plans, etc.	18			
19 Employee benefit programs	19				
20 Other deductions (attach statement)	20	340,181			
21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20	21	1,176,068			
22 Ordinary business income (loss). Subtract line 21 from line 8	22	-111,255			
Tax and Payment	23 Interest due under the look-back method—completed long-term contracts (attach Form 8697)	23			
	24 Interest due under the look-back method—income forecast method (attach Form 8866)	24			
	25 BBA AAR imputed underpayment (see instructions)	25			
	26 Other taxes (see instructions)	26			
	27 Total balance due. Add lines 23 through 26	27	0		
	28 Payment (see instructions)	28			
	29 Amount owed. If line 28 is smaller than line 27, enter amount owed	29			
	30 Overpayment. If line 28 is larger than line 27, enter overpayment	30			
	Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than partner or limited liability company member) is based on all information of which preparer has any knowledge. ▶ _____ ▶ 5/17/2022 Signature of partner or limited liability company member Date				
	Paid Preparer Use Only	Print/Type preparer's name Francisco Arguelles		Preparer's signature Francisco Arguelles	Date 6/13/2022
Firm's name ▶ Francisco J. Arguelles, CPA				Firm's EIN ▶ _____	
Firm's address ▶ 201 Cross Street				Phone no. (305) 887-5016	
City Miami Springs State FL				ZIP code 33166	
For Paperwork Reduction Act Notice, see separate instructions.					

Schedule B Other Information

1 What type of entity is filing this return? Check the applicable box:				Yes	No
a <input type="checkbox"/> Domestic general partnership	b <input type="checkbox"/> Domestic limited partnership				
c <input checked="" type="checkbox"/> Domestic limited liability company	d <input type="checkbox"/> Domestic limited liability partnership				
e <input type="checkbox"/> Foreign partnership	f <input type="checkbox"/> Other ►				
2 At the end of the tax year:					
a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization, or any foreign government own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership				X	
b Did any individual or estate own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership					X
3 At the end of the tax year, did the partnership:					
a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv) below					X
(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock		
b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v) below					X
(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital	
4 Does the partnership satisfy all four of the following conditions?				Yes	No
a The partnership's total receipts for the tax year were less than \$250,000.					
b The partnership's total assets at the end of the tax year were less than \$1 million.					
c Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return.					
d The partnership is not filing and is not required to file Schedule M-3 If "Yes," the partnership is not required to complete Schedules L, M-1, and M-2; item F on page 1 of Form 1065; or item L on Schedule K-1.					X
5 Is this partnership a publicly traded partnership, as defined in section 469(k)(2)?					X
6 During the tax year, did the partnership have any debt that was canceled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?					X
7 Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction?					X
8 At any time during calendar year 2021, did the partnership have an interest in or a signature or other authority over financial account in a foreign country (such as a bank account, securities account, or other financial account)? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►					X
9 At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See instructions					X
10a Is the partnership making, or had it previously made (and not revoked), a section 754 election? See instructions for details regarding a section 754 election.					X
b Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions					X

Schedule B Other Information (continued)

	Yes	No
c Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d)) or substantial basis reduction (as defined under section 734(d))? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions		X
11 Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than disregarded entities wholly owned by the partnership throughout the tax year) <input type="checkbox"/>		
12 At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in partnership property?		X
13 If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), enter the number of Forms 8858 attached. See instructions <input type="checkbox"/>		
14 Does the partnership have any foreign partners? If "Yes," enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this partnership. 0		X
15 Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return. 0		
16a Did you make any payments in 2021 that would require you to file Form(s) 1099? See instructions	X	
b If "Yes," did you or will you file required Form(s) 1099?	X	
17 Enter the number of Forms 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations, attached to this return. <input type="checkbox"/>		
18 Enter the number of partners that are foreign governments under section 892. 0		
19 During the partnership's tax year, did the partnership make any payments that would require it to file Forms 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474)?		X
20 Was the partnership a specified domestic entity required to file Form 8938 for the tax year? See the Instructions for Form 8938		X
21 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)?		X
22 During the tax year, did the partnership pay or accrue any interest or royalty for which one or more partners are not allowed a deduction under section 267A? See instructions If "Yes," enter the total amount of the disallowed deductions <input type="checkbox"/> \$		X
23 Did the partnership have an election under section 163(j) for any real property trade or business or any farming business in effect during the tax year? See instructions		X
24 Does the partnership satisfy one or more of the following? See instructions a The partnership owns a pass-through entity with current, or prior year carryover, excess business interest expense. b The partnership's aggregate average annual gross receipts (determined under section 448(c)) for the 3 tax years preceding the current tax year are more than \$26 million and the partnership has business interest. c The partnership is a tax shelter (see instructions) and the partnership has business interest expense. If "Yes" to any, complete and attach Form 8990.		X
25 Is the partnership attaching Form 8996 to certify as a Qualified Opportunity Fund? If "Yes," enter the amount from Form 8996, line 15 <input type="checkbox"/> \$		X
26 Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership <input type="checkbox"/> Complete Schedule K-3 (Form 1065), Part XIII, for each foreign partner subject to section 864(c)(8) on a transfer or distribution.		
27 At any time during the tax year, were there any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8?		X
28 Since December 22, 2017, did a foreign corporation directly or indirectly acquire substantially all of the properties constituting a trade or business of your partnership, and was the ownership percentage (by vote or value) for purposes of section 7874 greater than 50% (for example, the partners held more than 50% of the stock of the foreign corporation)? If "Yes," list the ownership percentage by vote and by value. See instructions. Percentage: By Vote By Value		X
29 Is the partnership electing out of the centralized partnership audit regime under section 6221(b)? See instructions. If "Yes," the partnership must complete Schedule B-2 (Form 1065). Enter the total from Schedule B-2, Part III, line 3 <input type="checkbox"/> If "No," complete Designation of Partnership Representative below.		X

Designation of Partnership Representative (see instructions)

Enter below the information for the partnership representative (PR) for the tax year covered by this return.

Name of PR ☐ POLVORA ADVERTISING INC

U.S. address of PR <input type="checkbox"/> 333 RICCIUTI DR UNIT 134 QUINCY MA 02169	U.S. phone number of PR <input type="checkbox"/> (305) 887-5016
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If the PR is an entity, name of the designated individual for the PR ☐ RODOLFO BOZAS

U.S. address of designated individual <input type="checkbox"/> 333 RICCIUTI DR APT 134 Quincy MA 02169	U.S. phone number of designated individual <input type="checkbox"/> (305) 887-5016
---	--

Schedule K Partners' Distributive Share Items		Total amount	
Income (Loss)	1 Ordinary business income (loss) (page 1, line 22)	1	-111,255
	2 Net rental real estate income (loss) (attach Form 8825)	2	
	3a Other gross rental income (loss)	3a	
	b Expenses from other rental activities (attach statement)	3b	
	c Other net rental income (loss). Subtract line 3b from line 3a	3c	0
	4 Guaranteed payments: a Services 4a 0 b Capital 4b 0	4a	0
	c Total. Add lines 4a and 4b	4c	
	5 Interest income	5	
	6 Dividends and dividend equivalents: a Ordinary dividends	6a	
	b Qualified dividends 6b c Dividend equivalents 6c	6b	6c
	7 Royalties	7	
8 Net short-term capital gain (loss) (attach Schedule D (Form 1065))	8		
9a Net long-term capital gain (loss) (attach Schedule D (Form 1065))	9a		
b Collectibles (28%) gain (loss)	9b		
c Unrecaptured section 1250 gain (attach statement)	9c		
10 Net section 1231 gain (loss) (attach Form 4797)	10		
11 Other income (loss) (see instructions) Type ▶	11		
Deductions	12 Section 179 deduction (attach Form 4562)	12	
	13a Contributions	13a	
	b Investment interest expense	13b	
	c Section 59(e)(2) expenditures: (1) Type ▶ (2) Amount ▶	13c(2)	
d Other deductions (see instructions) Type ▶	13d		
Self-Employment	14a Net earnings (loss) from self-employment	14a	
	b Gross farming or fishing income	14b	
	c Gross nonfarm income	14c	
Credits	15a Low-income housing credit (section 42(j)(5))	15a	
	b Low-income housing credit (other)	15b	
	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468, if applicable)	15c	
	d Other rental real estate credits (see instructions) Type ▶	15d	
	e Other rental credits (see instructions) Type ▶	15e	
	f Other credits (see instructions) Type ▶	15f	
International Transactions	16 Attach Schedule K-2 (Form 1065), Partners' Distributive Share Items-International, and check this box to indicate that you are reporting items of international tax relevance <input type="checkbox"/>		
Alternative Minimum Tax (AMT) Items	17a Post-1986 depreciation adjustment	17a	
	b Adjusted gain or loss	17b	
	c Depletion (other than oil and gas)	17c	
	d Oil, gas, and geothermal properties—gross income	17d	
	e Oil, gas, and geothermal properties—deductions	17e	
	f Other AMT items (attach statement)	17f	
Other Information	18a Tax-exempt interest income	18a	
	b Other tax-exempt income	18b	
	c Nondeductible expenses	18c	
	19a Distributions of cash and marketable securities	19a	
	b Distributions of other property	19b	
	20a Investment income	20a	
	b Investment expenses	20b	
c Other items and amounts (attach statement)			
21 Total foreign taxes paid or accrued	21		

Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 21						1	-111,255
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt Organization	(vi) Nominee/Other	
a General partners							
b Limited partners	-85,944	-17,801		-7,510			

Schedule L Balance Sheets per Books

		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1 Cash			148,953		61,040
2a Trade notes and accounts receivable		76,313		56,694	
b Less allowance for bad debts			76,313		56,694
3 Inventories					
4 U.S. government obligations					
5 Tax-exempt securities					
6 Other current assets (attach statement)					
7a Loans to partners (or persons related to partners)					
b Mortgage and real estate loans					
8 Other investments (attach statement)					
9a Buildings and other depreciable assets		247,672		247,672	
b Less accumulated depreciation		220,198	27,474	235,213	12,459
10a Depletable assets					
b Less accumulated depletion			0		0
11 Land (net of any amortization)					
12a Intangible assets (amortizable only)		3,317,849		3,338,682	
b Less accumulated amortization		958,490	2,359,359	1,179,796	2,158,886
13 Other assets (attach statement)			295,623		295,242
14 Total assets			2,907,722		2,584,321
Liabilities and Capital					
15 Accounts payable			28,248		26,530
16 Mortgages, notes, bonds payable in less than 1 year					
17 Other current liabilities (attach statement)			35,128		66,866
18 All nonrecourse loans					
19a Loans from partners (or persons related to partners)					
b Mortgages, notes, bonds payable in 1 year or more			1,601,820		1,379,008
20 Other liabilities (attach statement)			1,498,189		1,110,264
21 Partners' capital accounts			(255,663)		1,653
22 Total liabilities and capital			2,907,722		2,584,321

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note: The partnership may be required to file Schedule M-3. See instructions.

1 Net income (loss) per books	257,316	6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):	0	a Tax-exempt interest \$	
3 Guaranteed payments (other than health insurance)	0	See Statement	370,086
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 21 (itemize):	See Statement	7 Deductions included on Schedule K, lines 1 through 13d, and 21, not charged against book income this year (itemize):	
a Depreciation \$		a Depreciation \$	
b Travel and entertainment \$	1,515		0
5 Add lines 1 through 4	258,831	8 Add lines 6 and 7	370,086
		9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	-111,255

Schedule M-2 Analysis of Partners' Capital Accounts

1 Balance at beginning of year	-255,663	6 Distributions:	a Cash	
2 Capital contributed:			b Property	
a Cash		7 Other decreases (itemize):		
b Property		See Statement		1,515
3 Net income (loss) (see instructions)	-111,255	8 Add lines 6 and 7		1,515
4 Other increases (itemize):	See Statement	9 Balance at end of year. Subtract line 8 from line 5		1,653
5 Add lines 1 through 4	3,168			

Cost of Goods Sold

OMB No. 1545-0123

▶ **Attach to Form 1120, 1120-C, 1120-F, 1120S, or 1065.**
 ▶ **Go to www.irs.gov/Form1125A for the latest information.**

Name LOTUS DIGITAL LLC		Employer identification number 32-0468866	
1	Inventory at beginning of year	1	
2	Purchases	2	
3	Cost of labor	3	9,668
4	Additional section 263A costs (attach schedule)	4	
5	Other costs (attach schedule)	5	
6	Total. Add lines 1 through 5	6	9,668
7	Inventory at end of year	7	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on Form 1120, page 1, line 2 or the appropriate line of your tax return. See instructions	8	9,668

9a Check all methods used for valuing closing inventory:

(i) ☐ Cost

(ii) ☐ Lower of cost or market

(iii) ☐ Other (Specify method used and attach explanation.) ▶ _____

b Check if there was a writedown of subnormal goods ▶ ☐

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐

d If the LIFO inventory method was used for this tax year, enter amount of closing inventory
computed under LIFO **9d** _____

e If property is produced or acquired for resale, do the rules of section 263A apply to the entity? See instructions . . . ☐ Yes ☐ No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If
"Yes," attach explanation ☐ Yes ☐ No

**SCHEDULE B-1
(Form 1065)**

(Rev. August 2019)

Department of the Treasury
Internal Revenue Service**Information on Partners Owning 50% or
More of the Partnership**▶ **Attach to Form 1065.**▶ **Go to www.irs.gov/Form1065 for the latest information.**

OMB No. 1545-0123

Name of partnership

LOTUS DIGITAL LLC

Employer identification number (EIN)

32-0468866

Part I **Entities Owning 50% or More of the Partnership** (Form 1065, Schedule B, Question 2a (Question 3a for 2009 through 2017))

Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, tax-exempt organization, or any foreign government that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital
POLVORA ADVERTISING INC	27-5380268	Corporation	United States	67.250%

Part II **Individuals or Estates Owning 50% or More of the Partnership** (Form 1065, Schedule B, Question 2b (Question 3b for 2009 through 2017))

Complete columns (i) through (iv) below for any individual or estate that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Maximum Percentage Owned in Profit, Loss, or Capital

For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

Schedule B-1 (Form 1065) (Rev. 8-2019)

HTA

LOTUS DIGITAL LLC
201 CROSS ST
MIAMI SPRINGS, FL 33166

June 13, 2022

CREEKVIEW CAPITAL LLC
14241 DALLAS PARKWAY SUITE 650
DALLAS, TX 75254

RE: LOTUS DIGITAL LLC
32-0468866

Enclosed is your current year Schedule K-1 (Form 1065) for the above-referenced account. The amounts shown are your distributive share of the partnership's income, deductions and credits incurred during the year and are to be reported on your income tax return. The amounts may differ from the distributions you actually received during the year. The difference may be due to a number of factors including the allocation of fees or other deductions, exclusion of tax-exempt income, or a variance between your taxable year and that of the partnership.

If applicable, state tax information has been attached to the K-1. Since income tax requirements vary from state to state, the presentation of the state tax information will be different for each state. The information provided is based on your state of residence from our records. If information for your state of residence is not listed, please contact us at the number below.

If you have any questions concerning this information, please call

Sincerely,

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2021

For calendar year 2021, or tax year

beginning

ending

Partner's Share of Income, Deductions,
Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number

32-0468866

B Partnership's name, address, city, state, and ZIP code

LOTUS DIGITAL LLC
201 CROSS ST
MIAMI SPRINGS, FL 33166

C IRS center where partnership filed return ▶ e-file

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)

Partner: 1

81-3223748

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.

CREEKVIEW CAPITAL LLC
14241 DALLAS PARKWAY SUITE 650
DALLAS, TX 75254G ☐ General partner or LLC member-manager ☒ Limited partner or other LLC memberH1 ☒ Domestic partner ☐ Foreign partnerH2 ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? LLC - PartnershipI2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital (see instructions):

Beginning

Ending

Profit 6.750000% 6.750000%

Loss 6.750000% 6.750000%

Capital 6.750000% 6.750000%

Check if decrease is due to sale or exchange of partnership interest ☐

K Partner's share of liabilities:

Beginning

Ending

Nonrecourse \$ 103,499 \$ 79,456

Qualified nonrecourse

financing \$ 108,123 \$ 93,083

Recourse \$ 1,907 \$ 1,791

Check this box if Item K includes liability amounts from lower tier partnerships. ☐

L Partner's Capital Account Analysis

Beginning capital account \$ -56,180

Capital contributed during the year \$

Current year net income (loss) \$ -7,510

Other increase (decrease) (attach explanation) \$ 24,879

Withdrawals and distributions \$ ()

Ending capital account \$ -38,811

M Did the partner contribute property with a built-in gain (loss)?

☐ Yes☒ No

If "Yes," attach statement. See instructions.

N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)

Beginning \$

Ending \$

☐ Final K-1☐ Amended K-1651121
OMB No. 1545-0123Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

1	Ordinary business income (loss)	14	Self-employment earnings (loss)
	-7,510		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	15	Credits
4a	Guaranteed payments for services		
4b	Guaranteed payments for capital	16	Schedule K-3 is attached if checked <input type="checkbox"/>
4c	Total guaranteed payments	17	Alternative minimum tax (AMT) items
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends	18	Tax-exempt income and nondeductible expenses
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)	19	Distributions
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	20	Other information
10	Net section 1231 gain (loss)	Z*	See Attached Stmt
11	Other income (loss)		
12	Section 179 deduction	21	Foreign taxes paid or accrued
13	Other deductions		
22	<input type="checkbox"/> More than one activity for at-risk purposes*		
23	<input type="checkbox"/> More than one activity for passive activity purposes*		

*See attached statement for additional information.

For IRS Use Only

K-1 Statement (Sch K-1, Form 1065)**Line 20 - Other Information**

Section 199A Information (Code Z)

Income Items		Non-SSTB	SSTB
Ordinary Income		<u>-7,510</u>	<u>0</u>
Additional Information			
Section 199A W-2 wages		<u>47,521</u>	<u>0</u>
Section 199A unadjusted basis		<u>16,718</u>	<u>0</u>

LOTUS DIGITAL LLC
201 CROSS ST
MIAMI SPRINGS, FL 33166

June 13, 2022

EDUARDO FEO
540 BRICKELL KEY DRIVE APT 1619
MIAMI, FL 33131

RE: LOTUS DIGITAL LLC
32-0468866

Enclosed is your current year Schedule K-1 (Form 1065) for the above-referenced account. The amounts shown are your distributive share of the partnership's income, deductions and credits incurred during the year and are to be reported on your income tax return. The amounts may differ from the distributions you actually received during the year. The difference may be due to a number of factors including the allocation of fees or other deductions, exclusion of tax-exempt income, or a variance between your taxable year and that of the partnership.

If applicable, state tax information has been attached to the K-1. Since income tax requirements vary from state to state, the presentation of the state tax information will be different for each state. The information provided is based on your state of residence from our records. If information for your state of residence is not listed, please contact us at the number below.

If you have any questions concerning this information, please call

Sincerely,

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2021

For calendar year 2021, or tax year

beginning

ending

Partner's Share of Income, Deductions,
Credits, etc.

▶ See back of form and separate instructions.

☐ Final K-1☐ Amended K-1

651121

OMB No. 1545-0123

Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

1	Ordinary business income (loss)	14	Self-employment earnings (loss)
	-17,801		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	15	Credits
4a	Guaranteed payments for services		
4b	Guaranteed payments for capital	16	Schedule K-3 is attached if checked <input type="checkbox"/>
4c	Total guaranteed payments	17	Alternative minimum tax (AMT) items
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends	18	Tax-exempt income and nondeductible expenses
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)	19	Distributions
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	20	Other information
10	Net section 1231 gain (loss)	Z*	See Attached Stmt
11	Other income (loss)		
12	Section 179 deduction	21	Foreign taxes paid or accrued
13	Other deductions		
22	<input type="checkbox"/> More than one activity for at-risk purposes*		
23	<input type="checkbox"/> More than one activity for passive activity purposes*		

For IRS Use Only

*See attached statement for additional information.

Part I Information About the Partnership

A	Partnership's employer identification number
	32-0468866
B	Partnership's name, address, city, state, and ZIP code
	LOTUS DIGITAL LLC 201 CROSS ST MIAMI SPRINGS, FL 33166
C	IRS center where partnership filed return ▶ e-file
D	<input type="checkbox"/> Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E	Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)	Partner: 2
	6639	
F	Name, address, city, state, and ZIP code for partner entered in E. See instructions.	
	EDUARDO FEO 540 BRICKELL KEY DRIVE APT 1619 MIAMI, FL 33131	
G	<input type="checkbox"/> General partner or LLC member-manager	<input checked="" type="checkbox"/> Limited partner or other LLC member
H1	<input checked="" type="checkbox"/> Domestic partner	<input type="checkbox"/> Foreign partner
H2	<input type="checkbox"/> If the partner is a disregarded entity (DE), enter the partner's: TIN _____ Name _____	
I1	What type of entity is this partner? <u>Active Individual</u>	
I2	If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here <input type="checkbox"/>	
J	Partner's share of profit, loss, and capital (see instructions):	
	Beginning	Ending
Profit	16.000000%	16.000000%
Loss	16.000000%	16.000000%
Capital	16.000000%	16.000000%
	Check if decrease is due to sale or exchange of partnership interest <input type="checkbox"/>	
K	Partner's share of liabilities:	
	Beginning	Ending
Nonrecourse	\$ 245,331	\$ 188,341
Qualified nonrecourse financing	\$ 256,291	\$ 220,641
Recourse	\$ 4,520	\$ 4,245
	Check this box if Item K includes liability amounts from lower tier partnerships. <input type="checkbox"/>	

L	Partner's Capital Account Analysis	
Beginning capital account	\$	-140,067
Capital contributed during the year	\$	
Current year net income (loss)	\$	-17,801
Other increase (decrease) (attach explanation)	\$	58,972
Withdrawals and distributions	\$	()
Ending capital account	\$	-98,896

M	Did the partner contribute property with a built-in gain (loss)?
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach statement. See instructions.

N	Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)
Beginning	\$
Ending	\$

K-1 Statement (Sch K-1, Form 1065)**Line 20 - Other Information****Section 199A Information (Code Z)**

Income Items		Non-SSTB	SSTB
Ordinary Income		<u>-17,801</u>	<u>0</u>
Additional Information			
Section 199A W-2 wages		<u>112,642</u>	<u>0</u>
Section 199A unadjusted basis		<u>39,628</u>	<u>0</u>

LOTUS DIGITAL LLC
201 CROSS ST
MIAMI SPRINGS, FL 33166

June 13, 2022

POLVORA ADVERTISING INC
333 RICCIUTI DR UNIT 134
QUINCY, MA 02169

RE: LOTUS DIGITAL LLC
32-0468866

Enclosed is your current year Schedule K-1 (Form 1065) for the above-referenced account. The amounts shown are your distributive share of the partnership's income, deductions and credits incurred during the year and are to be reported on your income tax return. The amounts may differ from the distributions you actually received during the year. The difference may be due to a number of factors including the allocation of fees or other deductions, exclusion of tax-exempt income, or a variance between your taxable year and that of the partnership.

If applicable, state tax information has been attached to the K-1. Since income tax requirements vary from state to state, the presentation of the state tax information will be different for each state. The information provided is based on your state of residence from our records. If information for your state of residence is not listed, please contact us at the number below.

If you have any questions concerning this information, please call

Sincerely,

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

Schedule K-1
(Form 1065)**2021**Department of the Treasury
Internal Revenue Service

For calendar year 2021, or tax year

beginning

ending

Partner's Share of Income, Deductions, Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership**A** Partnership's employer identification number

32-0468866

B Partnership's name, address, city, state, and ZIP codeLOTUS DIGITAL LLC
201 CROSS ST
MIAMI SPRINGS, FL 33166**C** IRS center where partnership filed return ▶ e-file**D** ☐ Check if this is a publicly traded partnership (PTP)**Part II Information About the Partner****E** Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)

Partner: 3

27-5380268

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.POLVORA ADVERTISING INC
333 RICCIUTI DR UNIT 134
QUINCY, MA 02169**G** ☐ General partner or LLC member-manager ☒ Limited partner or other LLC member**H1** ☒ Domestic partner ☐ Foreign partner**H2** ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? S Corporation**I2** If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐**J** Partner's share of profit, loss, and capital (see instructions):

Beginning

Ending

Profit 67.250000% 67.250000%

Loss 67.250000% 67.250000%

Capital 67.250000% 67.250000%

Check if decrease is due to sale or exchange of partnership interest ☐**K** Partner's share of liabilities:

Beginning

Ending

Nonrecourse \$ 1,031,155 \$ 791,620

Qualified nonrecourse

financing \$ 1,077,224 \$ 927,383

Recourse \$ 18,996 \$ 17,841

Check this box if Item K includes liability amounts from lower tier partnerships. ☐**L Partner's Capital Account Analysis**

Beginning capital account \$ -476,187

Capital contributed during the year \$

Current year net income (loss) \$ -74,818

Other increase (decrease) (attach explanation) \$ 247,863

Withdrawals and distributions \$ ()

Ending capital account \$ -303,142

M Did the partner contribute property with a built-in gain (loss)?☐ Yes☒ No

If "Yes," attach statement. See instructions.

N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)

Beginning \$

Ending \$

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1	Ordinary business income (loss)	14	Self-employment earnings (loss)
	-74,818		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	15	Credits
4a	Guaranteed payments for services		
4b	Guaranteed payments for capital	16	Schedule K-3 is attached if checked <input type="checkbox"/>
4c	Total guaranteed payments	17	Alternative minimum tax (AMT) items
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends	18	Tax-exempt income and nondeductible expenses
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)	19	Distributions
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	20	Other information
10	Net section 1231 gain (loss)	Z*	See Attached Stmt
11	Other income (loss)		
12	Section 179 deduction	21	Foreign taxes paid or accrued
13	Other deductions		
22	<input type="checkbox"/> More than one activity for at-risk purposes*		
23	<input type="checkbox"/> More than one activity for passive activity purposes*		

*See attached statement for additional information.

For IRS Use Only

K-1 Statement (Sch K-1, Form 1065)**Line 20 - Other Information**

Section 199A Information (Code Z)

Income Items	Non-SSTB	SSTB
Ordinary Income	<u>-74,818</u>	<u>0</u>
Additional Information		
Section 199A W-2 wages	<u>473,447</u>	<u>0</u>
Section 199A unadjusted basis	<u>166,559</u>	<u>0</u>

LOTUS DIGITAL LLC
201 CROSS ST
MIAMI SPRINGS, FL 33166

June 13, 2022

MOROCH HOLDINGS INC
3625 NORTH HALL STREET SUITE 1100
DALLAS, TX 75219

RE: LOTUS DIGITAL LLC
32-0468866

Enclosed is your current year Schedule K-1 (Form 1065) for the above-referenced account. The amounts shown are your distributive share of the partnership's income, deductions and credits incurred during the year and are to be reported on your income tax return. The amounts may differ from the distributions you actually received during the year. The difference may be due to a number of factors including the allocation of fees or other deductions, exclusion of tax-exempt income, or a variance between your taxable year and that of the partnership.

If applicable, state tax information has been attached to the K-1. Since income tax requirements vary from state to state, the presentation of the state tax information will be different for each state. The information provided is based on your state of residence from our records. If information for your state of residence is not listed, please contact us at the number below.

If you have any questions concerning this information, please call

Sincerely,

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2021

For calendar year 2021, or tax year

beginning

ending

Partner's Share of Income, Deductions,
Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number

32-0468866

B Partnership's name, address, city, state, and ZIP code

LOTUS DIGITAL LLC
201 CROSS ST
MIAMI SPRINGS, FL 33166

C IRS center where partnership filed return ▶ e-file

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)

Partner: 4

75-1785464

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.

MOROCH HOLDINGS INC
3625 NORTH HALL STREET SUITE 1100
DALLAS, TX 75219G ☐ General partner or LLC member-manager ☒ Limited partner or other LLC memberH1 ☒ Domestic partner ☐ Foreign partnerH2 ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? Corporation

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital (see instructions):

Beginning

Ending

Profit 10.000000% 10.000000%

Loss 10.000000% 10.000000%

Capital 10.000000% 10.000000%

Check if decrease is due to sale or exchange of partnership interest ☐

K Partner's share of liabilities:

Beginning

Ending

Nonrecourse \$ 153,332 \$ 117,713

Qualified nonrecourse

financing \$ 160,182 \$ 137,901

Recourse \$ 2,825 \$ 2,653

Check this box if Item K includes liability amounts from lower tier partnerships. ☐

L Partner's Capital Account Analysis

Beginning capital account \$ 416,771

Capital contributed during the year \$

Current year net income (loss) \$ -11,126

Other increase (decrease) (attach explanation) \$ 36,857

Withdrawals and distributions \$ ()

Ending capital account \$ 442,502

M Did the partner contribute property with a built-in gain (loss)?

☐ Yes☒ No

If "Yes," attach statement. See instructions.

N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)

Beginning \$

Ending \$

☐ Final K-1☐ Amended K-1651121
OMB No. 1545-0123Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

1	Ordinary business income (loss)	14	Self-employment earnings (loss)
	-11,126		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	15	Credits
4a	Guaranteed payments for services		
4b	Guaranteed payments for capital	16	Schedule K-3 is attached if checked <input type="checkbox"/>
4c	Total guaranteed payments	17	Alternative minimum tax (AMT) items
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends	18	Tax-exempt income and nondeductible expenses
6c	Dividend equivalents		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)	19	Distributions
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain	20	Other information
10	Net section 1231 gain (loss)	Z*	See Attached Stmt
11	Other income (loss)		
12	Section 179 deduction	21	Foreign taxes paid or accrued
13	Other deductions		
22	<input type="checkbox"/> More than one activity for at-risk purposes*		
23	<input type="checkbox"/> More than one activity for passive activity purposes*		

*See attached statement for additional information.

For IRS Use Only

K-1 Statement (Sch K-1, Form 1065)**Line 20 - Other Information**

Section 199A Information (Code Z)

Income Items	Non-SSTB	SSTB
Ordinary Income	<u>-11,126</u>	<u>0</u>
Additional Information		
Section 199A W-2 wages	<u>70,401</u>	<u>0</u>
Section 199A unadjusted basis	<u>24,767</u>	<u>0</u>

Depreciation and Amortization

(Including Information on Listed Property)

OMB No. 1545-0172

2021

Department of the Treasury
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4562 for instructions and the latest information.Attachment
Sequence No. 179

Name(s) shown on return LOTUS DIGITAL LLC	Business or activity to which this form relates 1065 - WEB DEVELOPER	Identifying number 32-0468866
--	---	----------------------------------

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	0
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	0
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	0
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	0
10	Carryover of disallowed deduction from line 13 of your 2020 Form 4562.	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5. See instructions	11	
12	Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	0
13	Carryover of disallowed deduction to 2022. Add lines 9 and 10, less line 12	13	0

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property. See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year. See instructions	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Don't include listed property. See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2021	17	2,976
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2021 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19 a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	

Section C - Assets Placed in Service During 2021 Tax Year Using the Alternative Depreciation System

20 a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 30-year			30 yrs.	MM	S/L	
d 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	12,038
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	15,014
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2021)

HTA

Part V

Listed Property (Include automobiles, certain other vehicles, certain aircraft, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No					24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No				
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/ investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost	
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use. See instructions							25		
26 Property used more than 50% in a qualified business use:									
COMPUTER EQUIP SOF	9/13/2016	100.00%	25,000	25,000	5	200DB - HY	1,440		
FURNITURE AND EQUIP	9/13/2016	100.00%	184,000	184,000	5	200DB - HY	10,598		
27 Property used 50% or less in a qualified business use:									
		%				S/L –			
		%				S/L –			
		%				S/L –			
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	12,038	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	0	

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (don't include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **aren't** more than 5% owners or related persons. See instructions.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? See instructions		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.

Part VI**Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2021 tax year (see instructions):					
Closing Costs	12/31/2021	20,833		15.0	116
43 Amortization of costs that began before your 2021 tax year					43 221,190
44 Total. Add amounts in column (f). See the instructions for where to report					44 221,306

Line 20 (1065) - Other Deductions

1	Travel, Meals and Entertainment		
a	Travel	1a	730
b	Meals, subject to 100% limit (Business meals after December 31, 2020)	1b	140
g	Subtract line f from lines b, c, d and e	1g	140
2	From Form 4562 - Amortization	2	221,306
3	Bank charges	3	1,106
4	Dues and subscriptions	4	193
5	Insurance	5	2,900
6	Miscellaneous	6	1,951
7	Postage	7	255
8	Sales and promotion expenses	8	8,937
9	Security	9	493
10	Supplies	10	1,190
11	Telephone	11	5,528
12	Utilities	12	1,664
13	Software	13	22,664
14	Hosting	14	59,373
15	Insurance other	15	6,615
16	Insurance- Commercial Package	16	5,136
17	Total other deductions	17	340,181

Line 20c, Sch K (1065) - Other Information**Section 199A Information**

Income Items	Non-SSTB	SSTB
Ordinary Income	-111,255	0
Additional Information		
Section 199A W-2 wages	704,011	0
Section 199A unadjusted basis	247,672	0

Line 13, Sch L (1065) - Other Assets

	Beginning	Ending
1 OTHER RECEIVABLE: GF	248,872	248,872
2 DUE FROM RB CB	46,751	46,370
3 Total other assets	295,623	295,242

Line 17, Sch L (1065) - Other Current Liabilities

	Beginning	Ending
1 ACCRUED PAYROLL AND PAYROLL TAXES		46,510
2 DEPT OF THE TREASURY	11,490	
3 CLIENT DEPOSITS	20,590	
4 CC PAYABLE	3,048	20,356
5 Total other current liabilities	35,128	66,866

Line 20, Sch L (1065) - Other Liabilities

	Beginning	Ending
1 OTHER PAYABLES GF	372,540	372,540
2 GF - SUBORDINATED 1	146,403	130,860
3 GF - SUBORDINATED 2	461,002	398,703
4 LOAN - DUE TO POLVORA	185,068	58,261
5 PPP SBA LOAN	183,276	
6 SBA LOAN	149,900	149,900
7 Total other liabilities	1,498,189	1,110,264

Line 4, Sch M-1 (1065) - Expenses Recorded on Books not Included on Sch K

1	Life Insurance	1	1,515
2	Total expenses on books not on Sch K	2	1,515

Line 6, Sch M-1 (1065) - Income Recorded on Books not Included on Sch K

1	SBA LOAN RELIEF PAYMENTS	1	14,268
2	PPP LOAN FORGIVENESS-1	2	189,349
3	PPP LOAN FORGIVENESS-2	3	166,469
4	Total income on books not on Sch K	4	370,086

Line 4, Sch M-2 (1065) - Other Increases

1	SBA LOAN RELIEF PAYMENTS	1	14,268
2	PPP LOAN FORGIVENESS-1	2	189,349
3	PPP LOAN FORGIVENESS-2	3	166,469
4	Total other increases	4	370,086

Line 7, Sch M-2 (1065) - Other Decreases

1	Life Insurance	1	1,515
2	Total other decreases	2	1,515

Form 4562 Statement - 1065

12/31/2021

LOTUS DIGITAL LLC 32-0468866

Item No.	Description of Property	Date Placed In Service	Asset Code	Business Use %	Cost or Other Basis	Sec. 179 Deduction	Credit	Special Allowance	Salvage Value	Recovery Basis	Recovery Period	Method	Convention Code	Prior Accum. Deprec., 179, Bonus	2021 Deprec.	2021 Accum. Deprec.
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Depreciation Detail**MACRS deductions for prior years (Line 17)**

Leasehold Improvements	9/13/2016	R-7	100.00%	15,000	0	0	0	0	15,000	15.0	SL/GDS	HY	4,504	1,000	5,505
TELEPHONE EQUIPMENT	9/13/2016	F-11	100.00%	15,000	0	0	0	0	15,000	7.0	200DB	HY	11,656	1,338	12,994
FURNITURE & EQUIPMENT-I	9/13/2016	F-11	100.00%	3,923	0	0	0	0	3,923	7.0	200DB	HY	3,048	350	3,398
FURNITURE & EQUIPMENT	10/6/2016	F-11	100.00%	3,233	0	0	0	0	3,233	7.0	200DB	HY	2,512	288	2,800

Total MACRS deductions for prior years (Line 17)	37,156	0	0	0	0	37,156	21,720	2,976	24,697
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Subtotal Depreciation

37,156	0	0	0	0	37,156	21,720	2,976	24,697
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Listed Property**Listed property with more than 50% business use (Line 25 and 26)**

COMPUTER EQUIP SOFTWA	9/13/2016	F-4	100.00%	25,000	0	0	0	0	25,000	5.0	200DB	HY	23,560	1,440	25,000
FURNITURE AND EQUIPMEN	9/13/2016	F-4	100.00%	184,000	0	0	0	0	184,000	5.0	200DB	HY	173,402	10,598	184,000

Total listed prop with > 50% business use	209,000	0	0	0	0	209,000	196,962	12,038	209,000
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Subtotal Listed Property

209,000	0	0	0	0	209,000	196,962	12,038	209,000
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Total Amortization (Line 44)

GOODWILL	9/13/2016	Z-9	100.00%	463,113	0	0	0	0	463,113	15.0	SL	FM	133,787	30,874	164,661
Other Acquisition Assets	9/13/2016	Z-8	100.00%	84,000	0	0	0	0	84,000	15.0	SL	FM	24,267	5,600	29,867
SOFTWARE	9/13/2016	Z-8	100.00%	2,700,000	0	0	0	0	2,700,000	15.0	SL	FM	780,000	180,000	960,000
CLOSING COSTS	9/13/2016	Z-9	100.00%	70,736	0	0	0	0	70,736	15.0	SL	FM	20,436	4,716	25,152
Closing Costs	12/31/2021	Z-16	100.00%	20,833	0	0	0	0	20,833	15.0	SL	FM	0	116	116

Total Amortization (Line 44)	3,338,682	0	0	0	0	3,338,682	958,490	221,306	1,179,796
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Total Depreciation and Amortization

3,584,838	0	0	0	0	3,584,838	1,177,172	236,320	1,413,493
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Form 4562 Reconciliation

Annual depreciation and amortization (including Sec 168(f) elected amounts)	236,320
Special allowance except listed property (Line 14) - current year assets	0
Special allowance - listed property (Line 25) - current year assets	0
Section 179 amount claimed (includes prior year disallowed)	0
Section 179 amount carried forward to future year	0
Section 179 deduction (Line 12) reported on Schedule K	0
Less amortization included in total annual depreciation and amortization (Line 44)	221,306

Form 4562, Line 22

15,014

Summary of Unadjusted Basis of Qualified Property (4562)

12/31/2021

Summary of Qualified Property by Activity

Activity		Unadjusted Cost or Basis
1	1065	247,672

Detail of Qualified Property

	Activity	Asset Description	Date In Service	Recovery Period	Years in Service	Total Cost or Basis	Business/Time Use Percent	Unadjusted Cost or Basis
2	1065	COMPUTER EQUIP SOFTWARE	9/13/2016	5.0	6	25,000	100.00%	25,000
3	1065	FURNITURE AND EQUIPMENT	9/13/2016	5.0	6	184,000	100.00%	184,000
4	1065	Leasehold Improvements	9/13/2016	15.0	6	15,000	100.00%	15,000
5	1065	TELEPHONE EQUIPMENT	9/13/2016	7.0	6	15,000	100.00%	15,000
6	1065	FURNITURE & EQUIPMENT	10/6/2016	7.0	6	3,233	100.00%	3,233
7	1065	FURNITURE & EQUIPMENT-L	9/13/2016	7.0	6	3,923	100.00%	3,923
8	1065	FURNITURE AND OFFICE EQ	12/31/2017	7.0	5	1,516	100.00%	1,516

Line 9 (1065) - Salaries and Wages

1	Salaries	1	694,343	
2	Wages	2		
3	LOTUS	3		
4	Total salaries and wages	4	694,343	
	Salaries and wages reported elsewhere on return:			
5	Amounts included in Cost of Goods Sold	5	0	
6	Elective contributions to a section 401(k) cash or deferred arrangement, or amounts contributed under a salary reductions SEP agreement or a SIMPLE IRA plan	6		
7	Total salaries and wages reported elsewhere on return	7	0	
	Less employment credits:			
8	From Form 5884 - Work Opportunity Credit	8	0	
9	From Form 5884-A - Employee Retention Credit	9	0	
10	From Form 8844 - Empowerment Zone Employment Credit	10	0	
11	From Form 8845 - Indian Employment Credit	11	0	
12	From Form 8994 - Employer Credit for Paid Family and Medical Leave	12	0	
13		13		
14		14		
15		15		
16	Total employment credits	16	0	
17	Reduction of expenses for offsetting credits	17		
18	Total salaries and wages less employment credits and expense reductions	18	694,343	

Line 14 (1065) - Taxes and Licenses

1	Payroll tax	1	17,945	
2	Sub Total	2	17,945	
3	Licenses	3	614	
4	Total taxes and licenses	4	18,559	

Sch L (1065) - Balance Sheets per Books

Assets		Beginning	Ending
1	Cash	148,953	61,040
2a	Trade notes and accounts receivable	76,313	56,694
2b	Less allowance for bad debts		
2c	Net trade notes and accounts receivable	76,313	56,694
3	Inventories	0	0
4	U.S. government obligations		
5	Tax-exempt securities		
6	Other current assets	0	0
7a	Loans to partners (or persons related to partners)		
7b	Mortgage and real estate loans		
8	Other investments	0	0
9a	Buildings and other depreciable assets	247,672	247,672
9b	Less accumulated depreciation	220,198	235,213
9c	Net buildings and other depreciable assets	27,474	12,459
10a	Depletable assets		
10b	Less accumulated depletion		
10c	Net depletable assets	0	0
11	Land (net of any amortization)	0	0
12a	Intangible assets (amortizable only)	3,317,849	3,338,682
12b	Less accumulated amortization	958,490	1,179,796
12c	Net intangible assets	2,359,359	2,158,886
13	Other assets	295,623	295,242
14	Total assets	2,907,722	2,584,321
Liabilities and Capital			
15	Accounts payable	28,248	26,530
16	Mortgages, notes, bonds payable in less than 1 year		
17	Other current liabilities	35,128	66,866
18	All nonrecourse loans		
19a	Loans from partners (or persons related to partners)		
19b	Mortgages, notes, bonds payable in 1 year or more	1,601,820	1,379,008
20	Other liabilities	1,498,189	1,110,264
21	Partners' capital accounts	-255,663	1,653
22	Total liabilities and capital	2,907,722	2,584,321
End of year balance sheet out of balance by			0

Assets by Classification - 1065

12/31/2021

LOTUS DIGITAL LLC 32-0468866

Item No.	Description of Property **** indicates DISPOSED	Date Placed In Service	Asset Code	Business Use %	Cost or Other Basis	Sec. 179 Deduction	Credit	Special Allowance	Salvage Value	Recovery Basis	Recovery Period	Method	Con-vention Code	Prior Accum. Deprec., 179, Bonus	2021 Deprec.	2021 Accum. Deprec.
<u>5-yr Computers and peripherals (listed property)</u>																
	COMPUTER EQUIP SOFTWA	9/13/2016	F-4	100.00%	25,000	0	0	0	0	25,000	5.0	200DB	HY	23,560	1,440	25,000
	FURNITURE AND EQUIPMEN	9/13/2016	F-4	100.00%	184,000	0	0	0	0	184,000	5.0	200DB	HY	173,402	10,598	184,000
Total: 5-yr Computers (listed)					209,000	0	0	0	0	209,000				196,962	12,038	209,000
<u>7-yr Office furniture, fixtures and equipment</u>																
	TELEPHONE EQUIPMENT	9/13/2016	F-11	100.00%	15,000	0	0	0	0	15,000	7.0	200DB	HY	11,656	1,338	12,994
	FURNITURE & EQUIPMENT-L	9/13/2016	F-11	100.00%	3,923	0	0	0	0	3,923	7.0	200DB	HY	3,048	350	3,398
	FURNITURE & EQUIPMENT	10/6/2016	F-11	100.00%	3,233	0	0	0	0	3,233	7.0	200DB	HY	2,512	288	2,800
	FURNITURE AND OFFICE EC	12/31/2017	F-11	100.00%	1,516	0	0	1,516	0	0	7.0	200DB	MQ4	1,516	0	1,516
Total: 7-yr Office furn, fixtures, equip					23,672	0	0	1,516	0	22,156				18,732	1,976	20,708
<u>Qualified leasehold improvement property</u>																
	Leasehold Improvements	9/13/2016	R-7	100.00%	15,000	0	0	0	0	15,000	15.0	SL/GDS	HY	4,504	1,000	5,505
Total: Qual LH improve prop					15,000	0	0	0	0	15,000				4,504	1,000	5,505
<u>Amortization - 195 - Business start-up expenditures</u>																
	Other Acquisition Assets	9/13/2016	Z-8	100.00%	84,000	0	0	0	0	84,000	15.0	SL	FM	24,267	5,600	29,867
	SOFTWARE	9/13/2016	Z-8	100.00%	2,700,000	0	0	0	0	2,700,000	15.0	SL	FM	780,000	180,000	960,000
Total: Amort - 195 - Bus start-up exp					2,784,000	0	0	0	0	2,784,000				804,267	185,600	989,867
<u>Amortization - 197 - Intangibles (goodwill, etc.)</u>																
	GOODWILL	9/13/2016	Z-9	100.00%	463,113	0	0	0	0	463,113	15.0	SL	FM	133,787	30,874	164,661
	CLOSING COSTS	9/13/2016	Z-9	100.00%	70,736	0	0	0	0	70,736	15.0	SL	FM	20,436	4,716	25,152
Total: Amort - 197 - Intangible costs					533,849	0	0	0	0	533,849				154,223	35,590	189,813
<u>Amortization - Other</u>																
	Closing Costs	12/31/2021	Z-16	100.00%	20,833	0	0	0	0	20,833	15.0	SL	FM	0	116	116
Total: Amort - Other					20,833	0	0	0	0	20,833				0	116	116
SubTotals					3,586,354	0	0	1,516	0	3,584,838				1,178,688	236,320	1,415,009
Less: Disposed Assets					(0)	(0)	(0)	(0)	(0)	(0)				(0)	(0)	(0)
Ending Totals					3,586,354	0	0	1,516	0	3,584,838				1,178,688	236,320	1,415,009

Detail Report - 1065

12/31/2021

LOTUS DIGITAL LLC 32-0468866

Item No.	Description of Property **** indicates DISPOSED	Date Placed in Service	Business Use %	Cost or Other Basis	Sec. 179 Deduction	Special Allowance	Recovery Basis	Rec Period	Method	Con-vention Code	Prior Accum. Deprec., 179, Bonus	2021 Current Deprec.	2021 Accum. Deprec.
	COMPUTER EQUIP SOFTWA	9/13/2016	100.00%	25,000	0	0	25,000	5.0	200DB	HY	23,560	1,440	25,000
	FURNITURE AND EQUIPMEN	9/13/2016	100.00%	184,000	0	0	184,000	5.0	200DB	HY	173,402	10,598	184,000
	GOODWILL	9/13/2016	100.00%	463,113	0	0	463,113	15.0	SL	FM	133,787	30,874	164,661
	Leasehold Improvements	9/13/2016	100.00%	15,000	0	0	15,000	15.0	SL/GDS	HY	4,504	1,000	5,505
	Other Acquisition Assets	9/13/2016	100.00%	84,000	0	0	84,000	15.0	SL	FM	24,267	5,600	29,867
	SOFTWARE	9/13/2016	100.00%	2,700,000	0	0	2,700,000	15.0	SL	FM	780,000	180,000	960,000
	TELEPHONE EQUIPMENT	9/13/2016	100.00%	15,000	0	0	15,000	7.0	200DB	HY	11,656	1,338	12,994
	FURNITURE & EQUIPMENT	10/6/2016	100.00%	3,233	0	0	3,233	7.0	200DB	HY	2,512	288	2,800
	CLOSING COSTS	9/13/2016	100.00%	70,736	0	0	70,736	15.0	SL	FM	20,436	4,716	25,152
	FURNITURE & EQUIPMENT-L	9/13/2016	100.00%	3,923	0	0	3,923	7.0	200DB	HY	3,048	350	3,398
	FURNITURE AND OFFICE EC	12/31/2017	100.00%	1,516	0	1,516	0	7.0	200DB	MQ4	1,516	0	1,516
	Closing Costs	12/31/2021	100.00%	20,833	0	0	20,833	15.0	SL	FM	0	116	116
	SubTotals			3,586,354	0	1,516	3,584,838				1,178,688	236,320	1,415,009
	Less: Disposed Assets			(0)	(0)	(0)	(0)				(0)	(0)	(0)
	Ending Totals			3,586,354	0	1,516	3,584,838				1,178,688	236,320	1,415,009